

Jen

Kathryn

Andy T3.

MC USA

Verbatim

MTPA

MCPP

Yupo

MTDA

MRIC

MFA

~~MPH~~ VM

MYTEX

Verbatim Argent.

Alpha

MCIS

Noitex

ComUSA

MEPA

Nick

MPCA

Genix Brazil

Hishi plastics

Quadrant

~~Dianal~~

MRCFC

Aldila Golf Corp ^{plus} (Aldila Inc.)

MRC-Golf

Qualicaps

Technophar

Mytex Mexico

~~Fi~~ Ittec

MCPP Brazil

USRO

~~MCPP~~

MCHA

MCC - Genomatica litigation

(21+)

of

31

TRUST

1/7/15

- Donna will speak to JAPAN about Chief Compliance officer moving to me need approvals
- Donna deleting all communication between her and all legal dept. ppl. and HER

Feb. 4th Bd. Mtg. Dept. discussions 2/2 or 2/3
Vacation 4wks
Paternity 1wk.

Donna's keepings Maiko fire liason staff
2) Insurance Review project - ANDY
Risk Mgmt
3) Jordan -

Management

- Monday Mgmt mtgs w/dept heads
- Internal audit • Risk Committee } mtgs 1x per year
- Compliance • Compliance Committee }
- reporting on what is going on in compliance, for new year too.

Calendar {
• March 16-1pm 2-3 Committee Mtg
• Feb. 23rd dept mtg
March 2nd Dept Mtg.

4 or 5 bullet points Monthly update to JAPAN
report activities of dept. by 1st of each month

NAME	DATE	

Monthly Report 1st of each ~~repe~~ month
4 or 5 bullets

mentioning all business units
changing each month so all
businesses are represented

email to President

Donna will provide last month
which will include the prior month

→ US President's mtg. attend
Controller's mtg. etc. attend
Other mtgs Donna may request
or others request

→ Expense Reports Review
Reasonableness.

Vendor Management

SAI, CT, Navex^{Hotline}, Westlaw, Worldox

All Outside Counsel

E-Discovery in JAPAN - great resource

If we ever need to do discovery
of doc. review of Japanese records

Tech LAW
Solutions.
owned by
Japanese co.

MCHJ

→

Relationship w/ MCHJ

- Come up w/ a reporting system
- Quarterly Litigation Report goes to Sakaguchi 1x Q.
- • establish regular communication w/ Sakaguchi

Donna's offered weekly, monthly, oral, written or big issue reports and he's rejected all of it.

• seek a way to get to communicate w/ Sakaguchi.

maybe monthly bullet points ~~plus~~ additional info.

matters that get Reported

→

Notification to Parent Co. - Complicated

- litigation brought as to whom to report b/c Sak doesn't care but still need to report to him.
- high profile, high risk claim claim
- acquisition/transaction

Unclear who to Report to? Sakaguchi?

- government investigations
- Brazil litigation
- not patent trolls but other litigation

* Imp't Japan doesn't really want to interact w/me... Donna will maintain relationship? Reports only

Internal
Audit

October - JAPAN

Internal Control Mtg.

→ Compliance Program in U.S.
presentation

Sebastian goes at the same time.

→ Donna will send email after announcement
that I will participate in Oct mtg.
and all compliance matters.

MKIC

→

Monthly MKIC & MCHA
to support Steve Yagi
Restructuring.

Donna will speak to Steve as to
whether it will continue.

RIF. but will continue to work
the Restructuring

RIF scheduled for Feb.

MKIC China office
- legal Tax Acct. Jordan
handling

MPA - Brazil

Leave as is for time being
but will discuss w/ Jonheia & Mike

PROJECT	DATE	

Legal Dept. Jordan - Visa make sure it doesn't fall thru cracks

Budgets 5/10/15 yrs service awards.
needs to be budgeted
so need everyone's start date.

Document + Storage managed by Kelli.
need to remind her

Document G-Drive - I will need to make sure
Clean Up. its clean before we move to
Worldox.

Outside Counsel Lists
Fees
Can we apply metrics? Jordan
Analysis of counsel, what can
we bring in, what can we do.
Proposes to do.

New Employee Check List. get from Donna.
new ~~text~~ Karte ki Comp.
required on all new cards.

Website MCHA website
IT is currently updating.
I will need to update all companies
etc.

Copyright Clearance - Kathryn manages
discuss w/ KR when it comes
up to renewal.

Legal Holds & Making sure we are on top of it
"IT Related" How is the system working?

2015 project.
Kathryn did original project &
hold memos. Should we do
a follow up?

IT Related Review Policies.

Approving Access to email
or electronic files w/o
GC approval.

exception. if someone leaves,
their replacement or supervisor
can receive permission.

Try & respond quickly. 1-2 hrs.
Ask Harry to send me the
latest version of the policy he
gives to his employees.

Dept. Mtgs.

Lead the Feb & March.

JAN 20 - expat training &
teamwork follow up.

Improvement Project.
Project for Externs

Dept. Mtgs.

~~Feb mtg. 2/24~~

CANCELLED

~~Corporate Veil~~

March Mtg. ?

Audit Letters

Use the form on Kelli's G.
She does it in the first
instance and then I revise
according to what I know.

Engagement
Letters

I sign All of them.

Internal Audit
Statutory Audit
(Audit Committee)

~~Internal Audit~~ If IA brings something to
my attention.
Or if I need their support.

Corp. Governance

Secretary
list. will it be the same? Donna's
bank & tax documents checking.
Board Docs. ultimately in charge
communicate w/ Kelli.
status reports she provides to DC.
Kelli keeps on top of D/C and
changes at least 1x year but I
provide any info I learn of.

Ver

1990 MC bought Verbatim from Kodak
Ireland, multiple facilities in US.
overpaid. VB had JV in Br. w/DPC
DeHilton Ponte Cabral (some man)
He was located in Manaus,
Amazones ~~Brazil~~ in a trade zone in
the Amazon. For foreign investors
floppy discs were taxed very
high if imported but none
if you have Brazilian manuf.
JV.

1991 MCC looked at the JV and
were unhappy w/ business
Rules relaxed allowing floppy
discs to be imported to Br
w/o heavy tax/duties.

Terminated P-Ship Agr.

Also Trademark license dissolved
at the same time as P-ship term.

1 JV in Manaus for manuf.

1 JV in Sao Paulo for sales

Dissolved both

The JV in Manaus governed by
Lts in Amazonas

JV in S.P. decided in Sao Pa.

Right after we filed term.

DPC filed lawsuit

Declaratory Judgment in Manaus
Decia. in SP

By LAWS

follow up will be done by Donna.
Some are switching over
MRC. Qualicapps. Others to
CT corp.
Will review when we discuss
Affiliates.

Medicago -

not even in compliance program
MITPC is not organizing them properly
MITPC cannot agree as to what
to do to manage Medicago
60% MITPC / PMI 40% Philip Morris
Intl.
When they finally give us their
outline of their compliance pgm.
We will be able to evaluate.
their pgm when they finally give
it to us. May be given to
Donna next week.
Andy can support compliance &
legal work. And Joe will support
their IP work.

Verbatim

Brazil Litigation ▶

Updates as necessary to MKM
not every thing goes to JAPAN. nly imp.
status changes.
1/2 dozen cases.

DPC said we infringed the IP rts. When we imported DPC kept selling, we filed action.

We got TRO & seized products 8-10 ~~para~~ law suits

They filed another lawsuit saying we caused damages when we seized products.

Both sides have won or lost over the years.

Never able to settle

DeHilton had been powerful in Menous - we were convinced it was corrupt. We filed all kinds of judicial reform matters early on, one of the earliest, that a judge was corrupt.

Everything would be appealed but got a decision against VB for close to \$200M.

We did everything.

Eventually we got a decision throwing out the \$200M judgment from Brazilia court.

Still wouldn't settle.

The underlying matter is still in Manaus.

Co

Two Major Actions
Verbatim Br. Damages for vs infringing our own
TRM in Br.

- Action for damage we caused them for seizing their (P) for their infringing our (TM)

2 declaratory Judgment Actions
still bouncing around courts.

On the financials of MCC/MCHC
MKM -

The liability is with
Verbatim Corporation
which goes up to MKM, to
MCC to MCHC.

Not clear we could keep MCC
out of the execution of the
judgment. Dr. Wadd was
a guy who met w/ DeHilton and
he was MCC empl. He is now
retired.

Corporate Veil

Enforcement of foreign judgments
V Corp. has very little \$
only left what VA LLC paid for the estab
of the biz
Fraudulent Conveyance 745 SOL
VA LLC is a very different entity
from V.C.

Verbatim

Patent litigation - Kathryn handles.
Randy - good biz. person. Ethical
but not afraid to take risks.

They don't use us for day to day.
Andy supporting the Mediance biz.
We don't support the clean sui biz
bc its MRC - Donna assumes its
supported by MRC.

Keep Andy as supporting them.
But they are happy to work w/most
of us -

Basic contract ok for Andy to ^{move toward}
Randy call me on all Donna issues.

Their business is becoming very
diffuse - so want to manage
their risk of things falling thru
the cracks. So makes sense to give
to one primary attorney Andy.

Grey market Verbatim products used for
Pirated videos, music etc,
illegal content.

- Can't control who purchases
but at the same time what is
their responsibility not to enable
illegal content duplication.

Went thru in Argentina, not
illegal unless you are partnering

Qualis

LS 11

Qual. K

(manuf

Qual

Q Rom.

NAME	DATE

with the Pirate.

But the concern is that there could be a concern in Brazil.

The law could be different there.

We have consulted John Peterson

All sales in U.S. handled in U.S.

All Miami accounts being handled in Charlotte, NC.

Asking our customers to sign certifications -

If there is a new issue we will drop the customer.

Mtg April 15

Qualcoapps

In flux. US, Spain, Romania, Japan

LS 11 (Kiso-san) Kent just hired in US
Ciro just hired in Spain QSP

Qual. KK (Japan) Capsule manuf. in Madrid, N.C. & Japan.

(Manuf/Sales) (manuf.)
Ciro responsible for all EU sales
Victor is responsible for Canada

As of Aug 1, 2013.

Technophar Canada

HQ For Romania.

Tech. make equip that makes & fills capsules.

Qual. makes capsules in N.C.

FDA facility & approved by customers.

Qualicapps 130 employees.
US sales

They have some global agrs.
w/pharma companies.

Carlisle had Global team

Date-san is now global CEO
trying to set up new global
teams to work similarly
to the Carlisle teams.

US biz. is the weakest of the
other parts.

Kent has some ideas to make
changes but

~~came from 2 pharma companies~~

Capsegel is a huge successful
capsule company spun off
from Pfizer. #1 by a strong
margin. We are a long #2.

2 Types

Gelatin capsules - commodity
no IP, made from cow bones.

Cellulose - no animal products
more expensive. We have IP
and believe we are #1 on this
market. Some patents, maybe some
trade secrets.

- | | | |
|------|-------|--|
| DATE | ISSUE | |
| | | |
- lots of contract work / sales / purchasing
 - lots of employment
 - Hired ~~an independent~~ ^{an independent} ~~an employee~~ from Lapsegel who disclosed pricing info.
 - we discontinued the work
 - we sequestered the documents only 2 people saw it and they came right to us. It didn't go to Japan. Removed from the ~~concern~~ drive.

Pricing info. volume info has short life.

Concern that we could be liable for collusion. b/c of the appearance of us hiring the guy to get pricing info.

We only charge \$75K, 25%, but their work ~~is~~ outside was \$300K. before us. Next year expect it will become in line w/MFA, Verbatim.

Jordon is reviewing their bylaws. Donna reviewed their corp. gov. docs.

They are not in our group of cos. that we do board docs.

MKIC

Mid-march RIF
eliminating 66 jobs - WARN
originally done 13 but people leaving all
the time.

(consider moving
Jordan at some point
in time from MKIC
to another biz

Some work is moving to Filtec.
shutting down R&D.

logistics to Mexico

3rd party services to be used
getting ppl. from Randy Queen
getting manuf. down to bare
minimum to cover asia mkt.
of toner. Too expensive.

At least a yr. away
from shutting down
toner.

To become ~~MCC~~ imaging Sales & Mkt
in the Americas.

End-game.

Doing sales & mkt. of all imaging
products in the Americas.

moving Europe/ASIA sales etc. to
Japan from MKIC.

Imagining "Verbatim-like" operations
of sales/mktg. in the Americas.

New President is a sales/mktg guy.

Important relationship to
build to create trust &
understanding

Goals, support to minimize
risks in this mission.

Really imp't
Relationship

*

MPCA

Y upo -

nothing to add - stable.

Paul Mitchell: President

don't aggressively push them
for legal work.

Oji Paper JV. w/ MCC

- let them decide how much
work to send us

→ When in VA on other stuff, stop
by to say Hi - meet for lunch

MFA

Challenges to be conscious of:

- staying on top of all their
legal needs.

- the difficulty will be staffing
it appropriately & delegating
in the future to manage
their work.

~~MEPP~~

Quadrant

Continue w/ the same relationship
Glen is still complicated by Christof.

Hishi Plastics

100%

MPI

Chris Vergano
is the #2 guy.

Compliance only.

don't do legal work for them.

not in our insurance pgm.

28 employees

not in our 401K.

occasionally hot-line.

Aldila

Feb 18th Mediation. Jordan on facts / law, working w/outside counsel

Jordan will Prep Pete on settlement authority -

Pete wants \$0.

H.R. Issues

HOTLINE

Kelli: gets notified, sends ^{copy} to me & Pat. (Donna & Pat)
mostly advising on gut stuff.
Pat takes the initial action,
Sometimes prepares 2-3 sentence response.

Remember to calendar response
Date base on category of urgency.

Determine if HR vs. Legal issue
If H.R. let handle, if both work w/Pat. RISK, IMPACT.

Legal Dept. pays Pat to work
Hotline issues for last year

Code:
goth trends

need to know not only what the new laws are, but where the govt. is trending when companies get in trouble.

Cyber Security / Privacy
Privacy Policy drafted by Kathryn
given to Sebastian

→ Probably the next important Policy to get into place.

Social Media

Figuring out what we need to do & working w/ IT to put in place

ER working w/ HARRY over the years

1st sit down

Reassuring
Respectful
Calm, cool
focus on them first, what do they need to be successful. NOT on me!

STATUS QVO.

Want to know what they want, need, concerns

Want to show stability

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Notes from Discussion w/ Andy 2/2/15

- Appreciated that Donna was interested in giving him opptys & developing him
- Wants exposure outside of Pharma
- Had been working only in Pharma, but moving toward other H/C stuff, Verbatim, LSII, Mediance
- Before Stryker, did M&A, R.E., land use, has wider experience & background than just Pharma
- Wants to supervise the person we bring in and develop them.
- possibly getting that person involved in Pharma
- We shouldn't be siloed; thinks we are too siloed
- wants to supervise new attng. / X-train him & new attorney.

Notes from discussion w/ Pat

- Too soon for me to make any changes, surveying the landscape
 - Given me some interesting thing to think about
 - My goal was to preserve the status quo, but he's asking for some early changes.
- I need to examine it from every perspective

I am interested in everyone's development.

I want to have further discussions about his work at Pharma - what's done, what does he expect for the future

How does he envision his working further cos.?

PAGE	DATE

NOTES

What is his Long term goal?
Does he ultimately want out of Pharma?
Donna has concerns about performance

Jordan

- Reassure him that he will continue to have same type of work, client contact.
 - If he comes across as oppositional he is sometimes meaning it as a question.
 - Be patient w/ his getting comfortable
- "I want to become familiar w/ your work style, so please start cc: me on communications & work product."

3/2/15

~~Candidate State~~

Compliance - Kelli created
Overview of Compliance
for new COS & FCM.

Updated list of FCM's
from Kelli.

Update list of past courses
for next year
for Oct/Nov. Start looking
at courses for following
year.

Go to home page open every
folder and come back.

Review for substance, culture,
take exam, make sure it's the
right approach for us. Broad
applicability.

401K

Mike Melbinger - Winston &
Plan Strawn
Fiduciary training for all committee
members.

DATE	DATE	

NOTES

Japan

Keep up to date on what's going on in enforcement in Japan

↳ FlipBoard - news aggregator
choose Japan for staying up to date on stuff

Monitor

- Security issues of chem. co's.
- TSCA.

Monthly

For Donna

Ask dept. for input.

News & Updates for President's Newsletter.

- news paper
- legal alert - etc.

Checklists

Internal Investigations.

~~Legal~~ Litigation: - legal holds
- Notify carriers?

Employee Handbook.

↳ can we do something that can be shared w/affiliates - Template.
solid professional template w/ops and w/o ops.

Insider
Training

Insider Training
add to Code of Conduct
but decide whether we need
the policy to also stand on
its own.

ComUSA

what's the scope of the
legal services? Meet w/
LARRY to start defining
the scope for 2015 at
the already agreed fee.

Legal
Services
Agr.

go thru
list w/
Marko.

Make sure we have
LSAs w/ every Co.
we have agr. w/ and
everyone we are providing
services for has are
up to date.
Always make sure we have
an agr. b4 providing services.

Dept
Services List: Review & make plan
for who should have
what and who sh be
approached then
discuss w/ Donna

Ex Pat
Training

Go to training but
don't need to be traveling
for it. M.J. training good

Training of Performance
Reviews and how to conduct
and how to do Performance
Improvement Plans.

Pat can send to all HR mgrs.
for information.

HR mtg

in Sept. - Yoko can do overview
of Ex Pat training.

MKIC

March 18th VA
19 LA
20 Mex.

} Impact analysis
needs to be done.
50-52 ppl empl.
being laid off.

Steve
DAN
Zoh
Carolyn
mtg on 4th

Write to Carolyn - to follow up
on status.
WARN

Impact Analysis,
Severance Agrs & releases
Retention Agr. (1)
status of lease issues on LA.

MKIC
new service
agreements ~~done~~
btwn MCC &
MKIC Jordan
working on it.
April 1st
in effect.

~~Fujimi~~ san

Takayama-san

MCC
MKIC-ZRO

China & EU biz is being
transferred to MCC.
What are the legal issues
- Corp. veil
- transfer pricing

MKIC Rep. office still
responsible but MCC taking
over.

Fushimi-san in LA respons.
for china.

Need to really understand
plan for Dick Yu, for
the representative office.
Visa-vis the new arrangement

ZRO stuff should all be
separated and in one
place.

Sometime in next 12 mos.
MKIC will not be in the
middle of China & EU b/c
of SAP & other technical issues.

PAGE	PAGE

1/1/15

MKIC

is outsourcing more services.

Filter - increasing reliance on
Filter - compliance & ethics.
need to make sure we are
on top of it.

D & A

Affiliate Lists

- Are we missing any?
- Always trying to
reduce # of Paper Cos.

PAPER Companies:

Mk Media - paper co. owns
part of Verb. Americas

Donna heard
it may be ending
its life -
during 2015?

Japan Poly Chem Amer - talk of getting
rid of it in the future.
Speak to Komatsu-san.

O

Verbatim has 3 subsidiaries.
Why? Speak to Terry can we get
rid of any of those 3?
Explore why we have these
Can we figure out a way to
get rid of them.

Verbatim

Int'l Trade Compliance Action Plan
read it and see where they're
at b4 mtg them next

MCHC

Get to be familiar w/
Executive officers
Board members
Org. Chart.

✓ Send Ken + Sakaguchi
notes of their promotions.

Glen Steady Exec. Officer
Promoted: of MPI.

Compliance

Nakamura-san General Mrg of
Internal Controls office of
MCHC will be my contact
for Compliance matters.

DATE	DAY	

Legal Metrics - Jordan in favor of metrics -

As part of my learning, looking at things more critically and quantitatively.

Oct Mtg.

Coordinate w/Brian & Sebastian for dates.

~~The Internal Control~~ Compliance
Internal Controls Office
Nakamura is head

By the time I
visit in October.

Every week

do our courses.

discuss w/
Helli

Know which curricula is for which people, know why

Have to know all the courses that have been taken.

Come to Donna and ask why the courses have been taken

Use a fresh eye
do aggressive
mark+up
next October

Keep reading and re-reading our policies - try and remember they are not self-evident to business people.

In 2016, we need to review & revise policies.

Discuss Privacy Policy w/ Sebastian
Kathryn drafted a decent policy
about 2 yrs ago, which would
need to be updated

NAME	DATE

2012/20

Compliance Program

- 1) On-line Training
- 2) Code of Conduct
- 3) Compliance Policies
- 4) Hot line
- 5) Live Training
- 6) Investigation
- 7) Advising.

US Program - foundation

Americas -

Working off our US program
& figuring out what works
and what they need.

Business Corruption

Verbatim Int'l Trade Compliance
evading taxes, money laundering.
selling in grey market
Bribe, kickbacks
import/export viol

Corporate Governance

List of Officers / Directors .

Donna will do one last review of the D/O list.

Affiliates List.

need to post both to LT drive

Every time the list is updated, send to MCHA LT. never more than quarterly, at least annually.

Any changes, restructuring, acquisition etc. make sure what we have is up to date.

Minutes/Resolutions

- Paper what needs to be papered
- leave out what doesn't need to be.
- essential resolutions based on the list.
- We don't summarize or document the discussion that took place except in a brief way.

Formalities -

Quickapps - focus on formalities, ok to have Global businesses, to maintain Corp. Ver.

Donna worked w/ Tanabe to say you can get together quarterly

Corporate Veil.

Always remember that it is a foreign concept to the Japanese. so always try and remind everyone. But don't interfere.

Do what we can to counter the fact that decisions can be made in Japan, but need to see to formalities.

Hishi Plastics was JV btwn us & MIC.
doesn't have secretary or Treasurer
2 dozen empl.
MIC was supposedly providing all their services. Then we bought them out. Never been able to get thru to them. Very independent.

Be super gentle.

COMUSA
Rayon Cos.
Qualicaps

Dranal - talk to James.

MRA, MRCFAC, Adila.

Pete

Pete already said yes.

MRCFC - Sasaki - said yes.

Verb. Corp. same 4 ppl. as VALLC.

~~Master~~
identical

don't want them to be identical
don't need to be 4 ppl. anymore
OK to take GARY M. off VC
doesn't make sense.

Donna can also come off.

follow up w/ 3 other datalife, Kasai Mem.
Verbatim Ltd.

not having 4 members. 2 members
only.

Donna doesn't want to be on
but will stay for now.

get Terry off if he's leaving.

MPCA board has a lot of members
many ~~it~~ seem to be from Japan
bad practice to have so many
seem to suggest too much management
from JAPAN, not face to face mtgs.

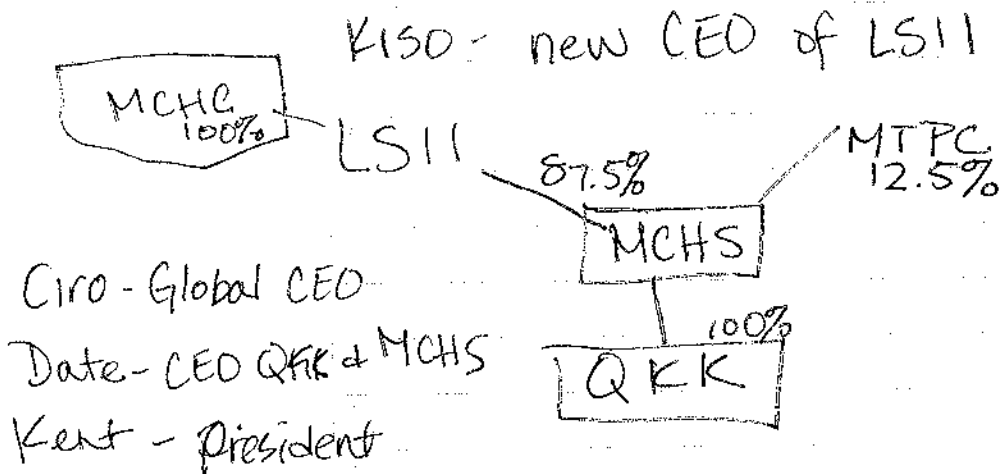
Diana
MRA }

Added a whole lot of people
to their boards - from Japan.

Offer it as "best practice" that we
recommend lowering the # of Japan.

Overview of MCHA Compliance.
need to develop.

Compliance Promotion Mgrs. mtg.
may be in Singapore in Octo



Kachiko Murata
1056-6 Ichigaocho
Aoba-Ku YOKOHAMA
225-0024 JAPAN

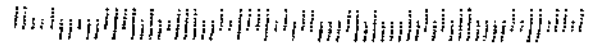


Ms. Jennifer Stone Fischman

40 Wild wood Road
Scarsdale, NY 10583

America

Air. mail



Merry Christmas and
Best Wishes for happy new year.

Dear Ms. Jennifer Dec 2016

Thank you for your kind letter to me
Thank you for your gentle mind to
Hanako, too

I heard Hanako spent happy time
with you in New York.

I'm very very sad because
I lost my daughter who was very
tender to me. I love Hanako.

I'm glad if you remember her
forever.

Please say hello to the colleagn
for me.

Kachiko Murata

本当にありがとうございます。
ジェニーさんのやさしさにばかり
感謝します。 村田和知子

Jim Smith

MLA Morgan Applied
Sole U.S. Counsel → moved on
Regional for US, AMEA, ASIA.
looking for consistency across region
previously located in Raleigh, NC.

Wants East Coast

Significant Travel? Estimate about 50% early on.

Bergen, NJ
Raleigh, NC
Greenville, SC
PA.

Others out west.

Base

200-250.

20-40%

Cathy Lueders. NA. Region

→ Issuing side. Supporting Banks &
supporting Acct. Team lead
Citibank - Indep. Banks & Credit

This
Role

Merchant facing Role
Walmarts

negot. CO-brand Agreement

Digital Initiatives Masterpass.

Promotional

Holiday Sponsorship Agreements

Digital Partnership leads -

How can Netflix or Blue Apron's help in the
digital space?

N.Y. Labor

888-604-

001-741-3811

Danville 680 East Bay corridor
Rich Gray lives in Merin.

CBRE

Outsourcing R-E. services. Hu

Client

GC is in Dallas

Role becoming business person.

purchased
Trammel Crow
Johnson Controls.

75,000 employees.
EMEA too.

3 Full Time transactional in GC.

Separate litigation group.

1 in Stamford, 1 in Seattle

7 or 8 in N.Y. NJ trans. in N.Y. office

Nancy Westfall - GC.

Global Workplace Solutions

- complex contracts / transactions

Nora Davis - 4 yrs. w/ company.

what's most challenging aspect of the job?



Fw: Land Purchase - Environmental Liability - Attorney Client Privileged Communication

Slaton USA2343 Fry to: Jennifer USA0458 Fischman

12/05/2016 09:47 AM

History: This message has been replied to and forwarded.

Dear Jennifer,

I have worked with a lot of attorneys over my 30+ years in industry. For the most part I'd say those interactions were usually somewhat less than satisfying. However, I have thoroughly enjoyed working with you the last year or so. You have a good way of working through the issues and keeping everyone on board. I've been very impressed.

Thank you for your help on this land purchase and for your good advice. I'm looking forward to working with you in the future – I know that there will be many opportunities as Noltex continues to grow.

Slaton Fry
Vice President
Noltex LLC
(281) 842-5077

----- Forwarded by Slaton USA2343 Fry/USAP/USA on 12/05/2016 08:41 AM -----

From: Philip USA2182 Wiles/NTXP/USA
To: Jennifer USA0458 Fischman/USAP/USA@USA
Cc: Slaton USA2343 Fry/USAP/USA@USA, Yoshihiro USA2402 Tsugawa/USAP/USA@USA, lisashelton@andrewskurth.com
Date: 12/02/2016 05:00 PM
Subject: Re: Land Purchase - Environmental Liability - Attorney Client Privileged Communication

Thank you Jennifer and Lisa for the quick turnaround on this.

Have a Great Weekend!!!

Philip Wiles

Director – Business Supply Chain

Work (281) 842-5045
Mobile (713) 376-1990
FAX (281) 842-5095



Jennifer USA0458 Fischman Dear all, Attached is a brief memo outl...

12/02/2016 04:42:04 PM

From: Jennifer USA0458 Fischman/USAP/USA
To: Philip USA2182 Wiles/NTXP/USA
Cc: Slaton USA2343 Fry/USAP/USA@USA, Yoshihiro USA2402 Tsugawa/USAP/USA@USA, lisashelton@andrewskurth.com
Date: 12/02/2016 04:42 PM
Subject: Land Purchase - Environmental Liability - Attorney Client Privileged Communication

Dear all,
Attached is a brief memo outlining the potential environmental liability for the purchase of the 37 acres from DuPont. As you can see Lisa has reviewed the Phase I and has agreed with the conclusion that no Phase II was recommended. I concur with this position.

[attachment "Noltex Purchase of DuPont Property - Environmental Liability Memo.docx" deleted by Philip

FISCHMAN 000829

3/1/16 Notes after mtg w/ Nick Oliva

Topic discussed MKIC

Nick requested I follow up w/ Yvonne Bienne on the Amber Todd termination. I asked what he meant? I had been aware that in early February - on or about Feb 5th Amber had gone to Takayama-san and Fusimi-san and expressed a desire to resign and take the package offered to other employees but that she would stay on long enough to train her replacement.

On about Feb 8th Yvonne called me and explained to me that the company didn't want to pay her any severance and didn't need ~~to~~ her to stay to train anyone b/c they had already identified someone as her replacement.

On Feb. 15th I went on vacation for a week, during my vacation, Nick informed me that after discussions w/ Donna, Takayama-san and him, a decision was made to terminate Amber and not pay any severance.

Nick asked me to make sure that Yvonne properly document the "conflict" reason as the basis of termination. I did not understand the "conflict" basis & he explained that there was a "conflict" because Dan Todd

left the company to work for a customer of the company and that "created a conflict" for the company.

I told Nick that I did not see any conflict and would not help them manufacture a reason to terminate this woman so it could avoid paying severance as it had done for so many men that had left including her husband Dan Todd.

Nick was incredulous in my response and said it was appropriate to "spin" a scenario so they are protected in the future from other employees.

I told Nick I was not in the business of spinning or manufacturing things for this or any other company who are potentially violating the law and discriminating against women. I told him that was not my job. I told him this is discrimination b/c Amber is a woman. They had no problem paying out Dan when he left. Why is this any different?

He changed the subject and refused to discuss it further. I fear he is angry w/ me for not going along with him and for calling out the discrimination. He may retaliate against me.

2-6-18 Kitanuma, Chuo-ku
OSAKA 541-8505 JAPAN

Jennifer Fischman Esq.

Mitsubishi Chemical Holding America, Inc.
655 Third Ave. 15th Floor
New York, NY 10017 USA

AIR MAIL



Dear Jennifer,

Thank you for giving your time to meet with me last week.

I appreciate how you break down the issues and make it easier for me to understand the complicated Alpha issues.

I am privileged to meet with you and be able to work with you.

Looking forward to speaking with you again in near future.

05/26/2014

YUEN KOBAYASHI

FISCHMAN 000832



Re: documents 

Kelli USA0278 Troccoli to: Jennifer USA0458 Fischman

08/03/2015 04:46 PM

He was registered for both days already and I'm sorry an office full of people can't handle a visitor in my absence.

Kelli

Jennifer USA0458 Fischman Kelli, It went fine but I was in a mtg wit...

08/03/2015 04:45:04 PM

From: Jennifer USA0458 Fischman/USAP/USA
To: Kelli USA0278 Troccoli/USAP/USA@USA
Date: 08/03/2015 04:45 PM
Subject: Re: documents

Kelli,

It went fine but I was in a mtg with Donna and Brian found him in the lobby and he came and interrupted us. I then asked Yuka to go get him but she did not know what was going on so I had to stop and explain. Please do me a favor, if you are not going to be in the office and something like this comes up again, would you advise Yuka what is going on so she can manage it? That will avoid the confusion. Alan gave Yuka his card so she could register him for his return tomorrow in case you are not here, he knows to ask for her in your absence. It's all good just a busy day for me today.

Regards,
Jennifer

Jennifer S. Fischman
Acting General Counsel & Chief Compliance Officer
Mitsubishi Chemical Holdings America, Inc.
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New York, New York 10017
p: 212-672-9409
f: 212-672-9419
email: jennifer_fischman@m-chem.com

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Kelli USA0278 Troccoli Jen, I know Allen arrived please confirm for...

08/03/2015 03:27:40 PM

FISCHMAN 000833

→ 2016 - 2.3 B Swiss Francs.

U.S. is big part of global
Manuf. for plants in ~~the~~ EU.

Germany/Swiss.

- Automotive.

- Aerospace

- Gas

- Additive manufa

Surface Solutions

Metc

Pres.

Pres.

Balzer

Friction

Pres.

↓
Direct to EU

↓
Direct to EU

↓
Direct to EU.

Perillion
Westbury, NY.
In Westbury
only have
contracts administered

Head of Operative Law
Paul Global head

North / South America.

US, CAN, Mex, Argentina,

Brazil

B-Gladys

Operative Law =

Commercial/corporate

Non-IP.

1500 employees in U.S.
99% non-union.